

# **EXHIBIT 1**

IN THE UNITED STATES DISTRICT COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION

ANNE BUCKINGHAM,  
PLAINTIFF

vs.

BOOZ ALLEN HAMILTON, INC.  
DEFENDANT

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C.A. No. 4:13-cv-00392

JURY TRIAL DEMANDED

**DECLARATION OF ANNE BUCKINGHAM**

1. My name is Anne Buckingham. I am above the age of eighteen years and understand the nature and obligation of an oath. I have personal knowledge of each of the facts and statements contained in this Declaration and I declare under penalty of perjury that they are true and correct.
2. I worked for Booz Allen Hamilton ("BAH" or "Booz Allen") for nearly eleven years. I worked as an Intelligence Analyst from February 2000 to July 2007, and then as an Associate on the Analytics-Intelligence and Operations Team from January 2008 to February 2011. Immediately before joining Booz Allen, I worked for the Central Intelligence Agency as an Intelligence Analyst and Career Service Trainee from June 1997 to February 2000.
3. My last assignment with Booz Allen was as a Reports Officer at the United States Department of Homeland Security ("DHS"). In this position, I acted as an intelligence liaison between DHS and various governmental agencies located in Southeast Texas. I was based in Houston, Texas and worked for Booz Allen out of a home office.
4. Booz Allen provided several personnel to DHS to work as Reports Officers. The only ones who were employed directly by Booz Allen, though, were me and Ben Hayhurst. We performed precisely the same job for DHS, but in different geographical areas. I was in Texas and he was in Southern California. The other Reports Officers Booz Allen provided to DHS were obtained through other companies acting as subcontractors to Booz Allen. In other words, those personnel were directly employed by the subcontractors whereas Ben and I were employees of Booz Allen.
5. The DHS contract I was working on came to an end in early 2011. As a result, I was issued a Lack of Work notice, also known as a LOW notice. A true and correct copy of my LOW notice is attached to my Motion for Partial Summary Judgment as Exhibit 6. According to my LOW notice, my last date of employment with BAH was to be February 25, 2011.

6. After being advised that I was going to be terminated if I could not find another assignment within Booz Allen, but before February 25, 2011, I became aware that the company had offered to continue Ben Hayhurst's employment. Specifically, I learned that he was going to continue working for DHS as a Reports Officer. No one at BAH ever contacted me to inquire whether I would be interested in remaining employed. Notably, Ben was junior to me in terms of both tenure with the company and experience. Needless to say, the position was not offered to me, and I was never contacted by Matthew Tom, who was Ben and my mutual boss, about it. He certainly never called to inquire whether I would be able to accommodate any so-called travel requirements for the position (and which I understand never actually was required).
7. During my employment with Booz Allen, I never outright refused to travel for work. There was one occasion where I expressed some difficulty traveling to attend some meetings in the Washington, D.C. area that were scheduled at the last minute, because they conflicted with my running of the Houston Marathon and a family commitment in the middle of the following week. Nevertheless, I did manage to make it to Washington to attend a portion of the meetings.
8. Notably, Ben Hayhurst was supposed to attend these same meetings. He did not attend any of them. My understanding is that he refused to travel because he had two small children in his house (including one who was just a few months old) and it would have been difficult for him to leave his wife to travel cross-country to attend the meetings. While our mutual supervisor was Mr. Tom, Ben somewhat reported to me so I was aware of his scheduling issues with respect to the January 2010 meetings in the D.C. area.
9. I declare under penalty of perjury that the foregoing is true and correct.

SIGNED this 22 day of August, 2014.

  
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Anne Buckingham

## **EXHIBIT 2**

1                   IN THE UNITED STATES DISTRICT COURT  
2                   FOR THE SOUTHERN DISTRICT OF TEXAS  
3                   HOUSTON DIVISION  
4 ANNE BUCKINGHAM,                   )  
5                   Plaintiff,                   )  
6                   vs.                   ) C.A. No. 4:13-cv-0392  
7 BOOZ ALLEN HAMILTON,                   )  
8 INC.,                   )  
9                   Defendant.                   )

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18                   The video deposition of DAVID RUBIN was  
19 taken on Thursday, May 29, 2014, commencing at 9:32  
20 a.m., at the offices of Littler Mendelson, P.C.,  
21 1650 Tysons Boulevard, Suite 700, McLean, Virginia,  
22 before Victoria Lynn Wilson, RMR, CRR, Notary  
23 Registration No. 269770.

24  
25                   \*                   \*                   \*                   \*                   \*

1 A. Yes.

2 Q. And I'm sorry.

3 A. Yes.

4 Q. Lawyers are attuned to this sort of thing.  
5 I've got to prompt you to answer orally, audibly,  
6 out loud.

7 A. Sure. Yes.

8 Q. Not to be rude, just we need it for the  
9 court reporter.

10 Did you know Ben Hayhurst?

11 A. I may have met him once but I don't have  
12 a -- a real recollection of him.

13 Q. Okay. You -- were you aware in 2011, early  
14 2011, that he was a reports officer working for Booz  
15 Allen Hamilton in San Diego?

16 A. I think I believe I knew that at the time.

17 Q. And Anne Buckingham was a reports officer  
18 working for Booz Allen Hamilton in Houston?

19 A. Yes.

20 Q. And both of them -- strike that.

21 Reports officer was a Department of  
22 Homeland Security position; correct?

23 A. It was a position that we filled under a  
24 contract.

25 Q. Right. But it was a Department of Homeland

1 Security position --

2 A. So --

3 Q. -- right?

4 A. -- it was not a government position. For  
5 us, it was a contract that we held with the  
6 Department of Homeland Security.

7 Q. Yes. The Department of Homeland Security  
8 contracted with Booz Allen Hamilton to provide  
9 personnel to fill a job that Department of Homeland  
10 Security labeled "reports officer."

11 A. So, Booz Allen had a contract to provide  
12 services for reports officers that supported the  
13 Department of Homeland Security.

14 Q. Booz Allen Hamilton did not have, absent a  
15 contract with the government, people sitting around  
16 whose job was called "reports officer," did they?

17 A. No. Our positions are very basic. We have  
18 consultant, senior consultant, associate, lead  
19 associate --

20 Q. Exactly.

21 A. -- senior associate.

22 Q. Those are the Booz Allen Hamilton job  
23 titles.

24 A. Yes.

25 Q. The Department of Homeland Security job

1 you, that whether someone was a -- an employee of a  
2 subcontractor or a direct employee of Booz Allen  
3 Hamilton, the rate that you were charging the  
4 Department for Homeland Security for their work at  
5 whatever labor category you billed them at was going  
6 to be the same. In other words, regardless of  
7 whether they worked for you or were employed by a  
8 subcontractor, if they were being billed as an  
9 analyst 1, they got billed at the analyst 1 rate.

10 A. So they could -- they could be -- could  
11 move people up a labor category if they had new  
12 skills or, you know, were serving -- had received  
13 some type of degree.

14 MR. GOLUB: I'm going to object as  
15 nonresponsive.

16 BY MR. GOLUB:

17 Q. And maybe I asked the question in a  
18 confusing way, so I'll reask it.

19 A. Okay.

20 Q. Under your contract with DHS to provide  
21 reports officers, if you had two personnel out there  
22 in the field doing this work, let's say Anne  
23 Buckingham and Brent Wise, Brent Wise worked for a  
24 subcontractor called SGIS, Anne Buckingham was a  
25 direct employee of Booz Allen Hamilton --



1 A. Right.

2 Q. -- the government didn't pay a different  
3 rate for Mr. Wise based on his subcontractor status;  
4 right?

5 MS. HEADLEY: Objection. Form.

6 THE WITNESS: So they -- if I understand  
7 what you're saying, Mr. Wise was mapped to, you  
8 know, a particular labor category under the previous  
9 contract.

10 BY MR. GOLUB:

11 Q. Correct.

12 A. Okay.

13 Q. The government was going to pay that rate  
14 whether or not he was an employee of Booz Allen  
15 Hamilton or an employee of a subcontractor.

16 MS. HEADLEY: Objection. Form.

17 THE WITNESS: Right.

18 BY MR. GOLUB:

19 Q. Right. So the fact that someone is a  
20 subcontractor doesn't have any effect on the billing  
21 rate that you charge the government for his or her  
22 time.

23 A. So, it matters to us how we map them in our  
24 profitability.

25 MR. GOLUB: Objection. Nonresponsive.


1 COMMONWEALTH OF VIRGINIA, to wit:

2 I, Victoria Lynn Wilson, before whom the  
3 foregoing deposition was taken, do hereby certify  
4 that the within-named witness personally appeared  
5 before me at the time and place herein set out, and  
6 after having been duly sworn by me, according to  
7 law, was examined by counsel.

8 I further certify that the examination was  
9 recorded stenographically by me and this transcript  
10 is a true record of the proceedings.

11 I further certify that I am not of counsel  
12 to any party, nor an employee of counsel, nor  
13 related to any party, nor in any way interested in  
14 the outcome of this action.

15 As witness my hand and notarial seal this  
16 16<sup>th</sup> day of June, 2014.

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20 Commonwealth Of Virginia  
Victoria Lynn Wilson - Notary Public  
Commission No. 269770  
My Commission Expires 5/31/2015  
21 VICTORIA LYNN WILSON  
Notary Registration No. 269770  
22 MY COMMISSION EXPIRES: 5/31/2015

## **EXHIBIT 3**

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IN THE UNITED STATES DISTRICT COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION

ANNE BUCKINGHAM,

Plaintiff,

No. 4:13-CV-0392

vs.

BOOZ ALLEN HAMILTON, INC.,

Defendant.

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VIDEOTAPED DEPOSITION OF BENJAMIN HAYHURST  
San Diego, California  
Tuesday, April 22, 2014  
Volume I

Reported by:  
JEANNE M. GARLOW  
CSR No. 3456  
Job No. 1844453  
Pages 1 - 163

1 Hamilton?

2 A. It's essentially the same job that I have  
3 now as a federal employee. I was in D.C. with Booz  
4 Allen from June of '08, and I moved back to San  
5 Diego in October of 2008. And at that time, I began 08:13:29  
6 working as a field reports officer, again,  
7 supporting the Department of Homeland Security. So  
8 essentially in the same location that I'm at now,  
9 but just I worked for Booz Allen, which had a  
10 contract with Homeland Security, versus being a 08:13:45  
11 federal employee.

12 Q. Okay. So if I understand it correctly,  
13 Booz Allen had a contract with the Department of  
14 Homeland Security to provide personnel to do the  
15 reports -- field reports officer role? 08:13:56

16 A. Correct. Yeah.

17 Q. Okay. Were there other field reports  
18 officers --

19 A. Yes.

20 Q. -- around the country? 08:14:04

21 A. Yes. There were several.

22 Q. How many?

23 A. I would say probably about ten. Off the  
24 top of my head, I can recall at one point we had  
25 Phoenix, Tucson, El Paso, Houston, Miami. There's a 08:14:14

1 couple in the north. Like, for a while we had  
2 somebody in Wisconsin, I want to say, New Jersey.  
3 So, yeah.

4 Q. So those were just Booz Allen Hamilton  
5 employees serving as field reports officers?

08:14:33

6 A. Right.

7 MS. HEADLEY: Objection. Leading. Form.

8 (Interruption by the reporter.)

9 MS. HEADLEY: Objection. Leading. Form.

10 Under our rules, that's what we say. I'm not sure  
11 about your rules.

08:14:40

12 Did you not get me?

13 THE VIDEOGRAPHER: It's a little low.

14 MR. GOLUB: Can you read back the question?

15 'Cause I forgot where we were at.

08:14:58

16 (Record read.)

17 MS. HEADLEY: Objection. Form. Leading.

18 BY MR. GOLUB:

19 Q. And you can go ahead and answer.

20 A. Okay. Not all them were Booz Allen

08:15:17

21 Hamilton employees. To my knowledge, most of them  
22 worked for other companies that were subcontractors  
23 to Booz Allen.

24 BY MR. GOLUB:

25 Q. Okay.

08:15:27

Page 14

1 A. Yeah.

2 Q. Were there other field reports officers  
3 working for Department of Homeland Security, other  
4 than the ones that were either employed directly by  
5 Booz Allen Hamilton or subcontractors of Booz Allen 08:15:41  
6 Hamilton?

7 MS. HEADLEY: Objection. Form.

8 THE WITNESS: So I answer still?

9 BY MR. GOLUB:

10 Q. Yes. 08:15:49

11 A. Okay. Yes. At the end of my tenure there  
12 were. When I first began with Booz in that role,  
13 there were not. So in '08, when I first went out,  
14 there -- there were only contractor field reports  
15 officers, to my knowledge. I didn't know of any 08:16:03  
16 government employees.

17 Then near -- let's see. In 2010, the  
18 government let us know that they were probably going  
19 to be ending the contract and hiring federal  
20 employees into those positions, and then there was 08:16:20  
21 kind of a transition where for a while there were  
22 some government employees and some contractors.

23 Q. So you -- you mentioned earlier that there  
24 were field reports officers in certain specific  
25 cities? 08:16:36

1 other -- other contracts that Booz had with DHS.

2 Q. Is it correct that during most of your last  
3 year with Booz Allen Hamilton, that Matt Tom was  
4 your immediate supervisor?

5 MS. HEADLEY: Objection. Form. Leading. 08:19:02

6 THE WITNESS: Yes. Yeah.

7 BY MR. GOLUB:

8 Q. Let me -- let me ask the question in a  
9 slightly different way because --

10 A. Sure. 08:19:09

11 Q. -- there was an objection.

12 A. Uh-huh.

13 Q. Over the last year that you worked Booz  
14 Allen Hamilton --

15 A. Right. 08:19:13

16 Q. -- who was your supervisor for most of the  
17 time?

18 A. Well, like I said, it was Bev and Matt. So  
19 there were some things, like -- I believe -- like, I  
20 want to say, like, on -- because Matt had been 08:19:21  
21 promoted, that Bev would handle, like -- like, if I  
22 needed to request vacation time or something, I  
23 believe that went to Bev. But Matt was still the  
24 person who was -- who would, like, give us updates  
25 on what was happening with the contract. He was 08:19:37

Page 18



1 kind of over everything.

2 Matt was -- Matt's still the person that I  
3 put on my security clearance forms when I have to  
4 put a POC for, you know, my time at Booz Allen, and  
5 the government's going back to do my -- when they 08:19:48  
6 periodically redo my certain security clearance.

7 Q. Even today?

8 A. Even today, yeah, absolutely. I just had  
9 my security clearance redo in February, and actually  
10 I saw Matt Tom because I was back in D.C. 08:19:59

11 Q. POC means what?

12 A. Point of contact. So -- so anyway,  
13 because -- because -- and part of that's because I  
14 don't -- those other people were only for chunks of  
15 my time, and -- and Matt Tom was over me directly 08:20:10  
16 for at least a year, and then kind of the  
17 overarching person for the last year or so, also --

18 Q. Okay.

19 A. -- to my -- best of my knowledge.

20 Q. Who is Noah Spivak? 08:20:21

21 A. Noah Spivak was another Booz Allen person,  
22 and he was higher up the chain than Matt. And I met  
23 him once or twice at -- once at Booz Allen and once  
24 at DHS. He's a Booz Allen employee who supports  
25 their contracts at DHS. 08:20:39

1 A. Right.

2 Q. Next level up was Noah Spivak, and the next  
3 level up was David Rubin?

4 A. That's my understanding, yeah.

5 Q. Okay. You mentioned before a fellow field 08:21:50  
6 reports officer named Anne Buckingham.

7 Who was she?

8 A. So Anne Buckingham, when I came on board  
9 with Booz, she was already working for Booz as a  
10 field reports officer in Houston, to my knowledge. 08:22:02

11 Q. Okay.

12 A. She was one of the few people that was out  
13 there before me. I only met Anne in person once,  
14 and that was in December of 2009. We were both sent  
15 to a training -- a required training by DHS. 08:22:14

16 But, yeah, so Anne was a fellow coworker, a  
17 fellow reports officer. To my knowledge, she and I  
18 were the only Booz Allen employees that were field  
19 reports officers and the other folks were all  
20 subcontractors that worked for different companies. 08:22:29  
21 Yeah.

22 Q. Were her job duties any different than  
23 yours in terms of the day-to-day?

24 A. No. As far as I know, we all had the same  
25 job duties, just different geographic locations. 08:22:39

1 Q. At least up until her separation --

2 A. Uh-huh.

3 Q. -- did she have the same reporting  
4 structure that you did?

5 A. Within Booz Allen? 08:22:48

6 Q. Yes.

7 A. To my knowledge, yes.

8 Q. And you -- you just said within Booz Allen.

9 A. Right.

10 Q. Was there a separate reporting structure 08:22:54  
11 within DHS?

12 A. Well, yeah. So, you know, when you're a  
13 federal contractor you have the company you work  
14 for, and that --

15 (Interruption by the reporter.) 08:22:58

16 THE WITNESS: Oh, I'm sorry. No problem.

17 BY MR. GOLUB:

18 Q. Go on.

19 A. So as a federal contractor, you have the  
20 company you work for, and the chain of command 08:23:08  
21 you've talked about. You also have a government  
22 boss that you support on the contract, and there can  
23 be a chain of command there.

24 As far as I know, all the field reports  
25 officers, we all had the same chain of command, as 08:23:24

Page 22

1 here in San Diego for the purpose of networking with  
2 folks within that office and basically looking for  
3 another job within Booz Allen.

4 Q. And how long did that go on where you were  
5 networking and looking for another job?

08:26:11

6 A. Right. It was a few weeks, I want to say.  
7 I know it was near the -- I'm trying to remember.

8 It was either near the end of January or  
9 somewhere into early February of 2011, then, that I  
10 was there, and I was told that there was no work,  
11 really, in San Diego that I was qualified for with  
12 Booz Allen, and so that I would probably be laid  
13 off. That I could look for other work with Booz  
14 Allen in other locations in Washington, D.C. and --  
15 or elsewhere. And then I was told, okay, wait,  
16 actually, kind of in a last-minute thing, okay, wait  
17 we -- we do have some funding for the contract so we  
18 want to put you back on the contract with DHS.

08:26:29

08:26:50

19 Q. Okay. I want to break that down a little  
20 bit, time-wise.

08:27:08

21 Could you hand me the stickers and I'll put  
22 them on myself. Thank you very much.

23 Are you familiar with something called an  
24 LOW notice? Low notice?

25 A. Yeah.

08:27:22

1 Q. What does that mean?

2 A. I am. Lack of work. And so it's kind of  
3 the way Booz Allen or I'm sure other companies use  
4 it, too.

5 (Exhibit 1 was marked for identification by 08:27:31  
6 the court reporter and is attached hereto.)

7 BY MR. GOLUB:

8 Q. All right. I'm going to hand you what I've  
9 marked as Hayhurst Exhibit No. 1.

10 A. Okay. 08:27:37

11 Q. Can you tell us what this document consists  
12 of?

13 A. This is an e-mail from Matthew Tom to  
14 myself, and there are -- cc'd in the e-mail is Mara  
15 Edwards and Noah Spivak. The e-mail is dated 08:27:53  
16 January 28th, 2011. Subject line is LOW -- LOW, all  
17 in caps, LOW notice. There's a PDF document  
18 attached.

19 The text of the e-mail says, Hi Ben. There  
20 is a -- here is the LOW notice that we will discuss 08:28:10  
21 at 1330. And it's signed Matthew Tom, Booz Allen  
22 Hamilton.

23 Q. And what's the attachment?

24 A. The attachment is a letter from Booz Allen  
25 Hamilton to myself. It looks more or less like a 08:28:25

Page 26

1 BY MR. GOLUB:

2 Q. Was there a point in time, after you were  
3 notified that you were going to be laid off, that  
4 you were told some additional funding had come  
5 through?

08:32:01

6 A. Yes.

7 Q. When was that and how were you notified?

8 A. I don't recall the exact date. It was  
9 after the LOW notice, to my recollection. I was --

10 I recall I was at home and I received a phone call

08:32:12

11 from Matt Tom, and he said that some things had

12 changed. There was additional funding. That I

13 needed to get in contact with the -- the Fusion

14 Center here in San Diego as quickly as possible to

15 get my badge back and a few other administrative

08:32:34

16 things, so that I could basically get back on the

17 contract as soon as possible.

18 (Exhibit 2 was marked for identification by

19 the court reporter and is attached hereto.)

20 BY MR. GOLUB:

08:32:46

21 Q. Okay. And let me -- let me show you

22 Hayhurst Exhibit No. 2.

23 A. Okay.

24 Q. At the bottom of -- of this document, it's

25 an exchange of e-mails between you and Mr. Tom,

08:32:57

Page 30

1 Q. Did you have any verbal conversations with  
2 Mr. Tom about this job?

3 A. The only call -- the only verbal  
4 conversation I had was when he called me to tell me  
5 that I should get my badge back for the Fusion 08:35:26  
6 Center, take care of administrative things.

7 That's -- to my recollection, that's the  
8 only verbal conversation we had, is when he called  
9 to tell me that. Yeah.

10 Q. Did -- did you ask him whether the job had 08:35:40  
11 been offered to Anne Buckingham?

12 MS. HEADLEY: Objection. Form. Leading.

13 THE WITNESS: I did.

14 BY MR. GOLUB:

15 Q. Okay. What did you ask Mr. Tom, if 08:35:49  
16 anything, about whether the job had been offered to  
17 Anne Buckingham?

18 A. My understanding was that there --

19 MS. HEADLEY: Objection. Form. Leading.

20 THE WITNESS: -- would be two of these 08:35:58  
21 positions, and so I assumed that Anne and myself  
22 would be the people to get it because we were the  
23 only two Booz Allen employees, and as we discussed  
24 earlier, the other folks were subcontractors. So I  
25 assumed, just kind of out of protocol, that we would 08:36:14

1 be the two folks to get it -- the job.

2 BY MR. GOLUB:

3 Q. Okay. Did Mr. -- how did Mr. Tom respond  
4 when you asked him whether the position had been  
5 offered to Anne?

08:36:32

6 A. He said no, that Anne was not going to be  
7 coming back on the contract. I don't know if he --  
8 I don't recall if he said that it was offered to  
9 Anne or not. I just know that he told me that Anne  
10 would not be coming back -- excuse me -- would not  
11 be coming back. Yeah.

08:36:46

12 Q. Did he say anything about whether he  
13 thought Anne would be interested in coming back?

14 A. The only --

15 MS. HEADLEY: Objection. Leading. Form.

08:37:00

16 BY MR. GOLUB:

17 Q. Go ahead.

18 A. The comments he said to me were that  
19 because the nature of the position had a lot of  
20 travel, he didn't think Anne would really be  
21 interested in it. And the two phrases or two  
22 wordings that -- that stick out in my mind is he  
23 said something to the effect of I think she's just  
24 kind of going to focus on being a mom right now, or  
25 just is interested in being a mom right now. And

08:37:09

08:37:24



1 then he made a comment to the effect of, you know,  
2 she has a lot of kids, and traveling like this would  
3 probably be very difficult for her, so, you know, I  
4 think it's probably just not a good fit for her.

5 Something to that effect.

08:37:38

6 Q. And what did you think when he said that?

7 A. To be honest at the time, I really didn't  
8 think anything of it. I just kind of thought, oh,  
9 yeah, well, that makes sense.

10 And, again, in my mind, because he didn't  
11 say I offered -- he didn't say I offered it to Anne  
12 and she turned it down, but he also didn't say I did  
13 not even offer it to Anne. Nothing was discussed as  
14 far as if he'd offered it or not.

08:37:47

15 So in my mind, it was almost like, oh,  
16 yeah, well, if that was me, I could -- I could see  
17 that. I wouldn't want to have to do that, either.

08:38:02

18 So, you know, myself, I'm a father. At the  
19 time I had two children. I have three now. It is  
20 hard to travel when you have children.

08:38:14

21 So I really didn't think much of it, to be  
22 honest, until later when I mentioned it to Anne and  
23 it was kind of more of a, oh, okay; hey, I heard  
24 you're not going to be joining the contract. You  
25 know, good luck with whatever you're doing. You

08:38:30

1 the firm. She was a higher rank than me within the  
2 Booz Allen structure. She was one -- I believe I  
3 was a level -- gosh, I'm forgetting now. I was a  
4 level 3, and she was a level 4, or I was level 2 and  
5 she was a level 3. But, anyway, I can't remember. 08:41:55  
6 She was one level higher than me in the Booz  
7 structure. She had been on the contract with DHS  
8 longer than I had.

9 So, basically, as far as all the ways you  
10 can measure it, she was more senior to me. 08:42:07

11 Q. All right. And I'm going to ask you a  
12 question, and I -- I want to preface this by saying  
13 this is not intended to undermine or denigrate your  
14 qualifications in any way --

15 A. Sure, sure. No problem. 08:42:22

16 Q. -- but did you consider Anne Buckingham to  
17 be clearly better qualified for the job if there was  
18 just one of them to be handed out?

19 A. Sure. Absolutely.

20 MS. HEADLEY: Objection. Form. Leading. 08:42:32

21 BY MR. GOLUB:

22 Q. Okay.

23 A. Yes.

24 Q. You mentioned her 10 or 15 years of service  
25 in the government and the Social Security -- Social 08:42:38

1 I, an Analyst II?

2 A. I've heard people talk about it, but I --  
3 I'm not familiar with it, no.

4 Q. Okay. So putting aside your lack of  
5 familiarity. 08:48:51

6 A. Sure.

7 Q. When you had the conversation with Matt Tom  
8 in February 2011, did he say anything to you at all  
9 about having picked you instead of Anne because of  
10 how you were classified as an analyst for billing 08:49:08  
11 purposes?

12 A. No.

13 MS. HEADLEY: Objection. Form. Leading.  
14 BY MR. GOLUB:

15 Q. Did he say anything at all about your 08:49:14  
16 salary versus Anne's salary?

17 A. No.

18 MS. HEADLEY: Objection. Form. Leading.  
19 BY MR. GOLUB:

20 Q. Did he reference anything other than Anne's 08:49:21  
21 family duties interfering potentially with her  
22 willingness to travel or her happiness at just being  
23 a mom?

24 MS. HEADLEY: Objection. Form.  
25 Mischaracterizes testimony and leading. 08:49:34

1 THE WITNESS: No. He did not.

2 BY MR. GOLUB:

3 Q. And because of the objection, let me just  
4 ask: did Mr. Tom, during the conversation, say those  
5 two things to you? That Anne was just happy -- he 08:49:43  
6 thought Anne would just be happy being a mom, and he  
7 didn't think Anne would be interested in the travel  
8 because of her parental responsibilities?

9 MS. HEADLEY: Objection. Form.

10 THE WITNESS: He did say those two things, 08:49:56  
11 yes.

12 BY MR. GOLUB:

13 Q. All right. And now you mentioned earlier  
14 that you have three children now?

15 A. Correct. 08:50:02

16 Q. And how many did you have at -- at the time  
17 of the conversation with Matt Tom?

18 A. I had two children.

19 Q. How old were they?

20 A. Oh, goodness. Okay. So -- put me on the 08:50:11  
21 spot as a dad here, so --

22 Q. I'm not going to ask you when your wedding  
23 anniversary was.

24 A. Good. February of 11 my daughter would  
25 have been 2 1/2, approximately, and my son would 08:50:25

Page 47

1 December, December 31st, 2009, and I'm talking about  
2 the reports officer offsite. So that's -- an  
3 offsite is when they'll try to get everyone together  
4 from the whole country, so all the field reports  
5 officers in the various cities, the folks in D.C., 08:53:12  
6 and they'll all get together somewhere. In this  
7 case, I think it was going to be outside of D.C.  
8 somewhere.

9 And I had just traveled -- so my son was  
10 born in October of '09, and less than two months 08:53:27  
11 after he was born, I traveled for a week for  
12 training or -- mandatory training in December of '09  
13 at the -- at the instruction of the Department of  
14 Homeland Security, as part of the contract.

15 And then we were notified we were going to 08:53:44  
16 have this offsite meeting. And I want to say it was  
17 roughly going to be in the -- in the beginning of  
18 2010. And so this is me asking Matt Tom --  
19 basically saying -- I'll just read it.

20 I just want to talk to you about the RO 08:53:59  
21 offsite with you. Due to some family issues, it's  
22 very difficult for me to travel. I just attended  
23 the RO basic course earlier because it was a  
24 necessity, but I don't want to attend the offsite.  
25 Also, at this point, I'm not really sure what the 08:54:13

1 purpose/value -- excuse me -- of the offsite will  
2 be, other than getting everyone together. I'm happy  
3 to dial inasmuch as they'd like me to so I can be in  
4 the loop, but traveling seems unnecessary. I know  
5 Skip, government supervisor, sent out an e-mail 08:54:28  
6 today saying he doesn't have the funding authorized  
7 yet. Additionally, since I don't have a task  
8 order/work authorization for anything past 15  
9 January, I can't really book travel even if I wanted  
10 to. Let me know what you think. 08:54:43

11 Q. Did you end up going to the reports officer  
12 offsite?

13 A. I did not, no.

14 Q. And the person -- well, strike that.

15 Who was the manager to whom you were 08:54:53  
16 directing the comment that you could not travel  
17 because of your family responsibilities?

18 A. Matt Tom.

19 Q. The job that you continued performing after  
20 February of 2011, is -- was there -- was there 08:55:33  
21 anything different from the job that you were  
22 performing before you'd been put on the beach?

23 A. Actually, there was not.

24 Q. Same job?

25 A. Same job, correct. 08:55:47

1 Q. So is there any reason why Anne Buckingham  
2 could not have performed that job?

3 MS. HEADLEY: Objection. Form.

4 THE WITNESS: I would assume not. I don't  
5 know. 08:55:56

6 BY MR. GOLUB:

7 Q. In terms of the job duties?

8 A. As far as I know, no, I wouldn't see any  
9 reason why not.

10 Q. Okay. The heavy travel schedule that Mr. 08:56:01  
11 Tom mentioned --

12 A. Right.

13 Q. -- the three to four weeks out --

14 A. Right.

15 Q. -- and two weeks back -- 08:56:08

16 A. Right.

17 Q. -- did that ever actually materialize?

18 A. No, it did not.

19 Q. Did any travel materialize before you were  
20 finally terminated in November? 08:56:18

21 A. Not for me, no. I was the -- the only  
22 travel I had to do was -- it was either early  
23 February -- I'm sorry -- either -- sometime in  
24 February, once I went back on the contract, or it  
25 may have been early March. I can't remember. Matt 08:56:33

Page 52

1 Tom told me I needed to come to D.C. very quickly  
2 for a meeting regarding this whole plan to travel  
3 stuff.

4 And so I caught a redeye to D.C. I was at  
5 the Department of Homeland Security for one day, for 08:56:52  
6 meetings regarding this planned project that  
7 involved myself and others supposedly traveling.  
8 And then I came back to San Diego that same day or  
9 night. So I was really only there for one day. And  
10 then the rest of the time I was supporting the 08:57:07  
11 contract, there was no additional travel that I  
12 recall.

13 Q. As you continued working for Booz Allen  
14 Hamilton throughout most of the rest of 2011, did  
15 you ever participate in any way in an internal 08:57:25  
16 investigation about Anne's complaint of  
17 discrimination?

18 A. Yes.

19 Q. When and what did that consist of?

20 A. I don't recall the exact dates. We have -- 08:57:36  
21 we have documents, thankfully.

22 But to my knowledge what happened was Anne  
23 filed some kind of a complaint internally with Booz  
24 Allen. I was contacted by two folks from Booz  
25 Allen. 08:57:52



1 A. All right.

2 (Exhibit 7 was marked for identification by  
3 the court reporter and is attached  
4 hereto.)

5 BY MR. GOLUB: 09:02:08

6 Q. I've just handed you what's been marked as  
7 Hayhurst Exhibit 7.

8 A. Okay.

9 Q. This is a further follow-up --

10 A. It is. 09:02:21

11 Q. -- that you sent to Mr. Witten and Ms. Wong  
12 on August 22, correct?

13 A. Okay. So maybe that's why I'm not  
14 remembering, because this was a follow-up to a  
15 follow-up, yeah. 09:02:30

16 Q. And you -- you told them that you had  
17 thought of something today and it might be relevant  
18 to their investigation?

19 A. Correct.

20 Q. And what is the thing that you communicated 09:02:37  
21 to them? And you don't need to read it verbatim --

22 A. Sure.

23 Q. -- but just kind of describe what it was.

24 A. I described basically that my son was born  
25 the end of October '09. I took two weeks of leave 09:02:47

1 and returned in early November of '09 to work. That  
2 I -- that DHS wanted their reports officers to  
3 travel to an offsite in late November, and then to  
4 attend a one-week training course, also. And that I  
5 expressed to Matt Tom that it would be too hard on 09:03:04  
6 my wife to care for a 15-month-old, my daughter, as  
7 well as my newborn son, and that I'd like to stay  
8 home.

9 I'd say Matt was annoyed with me, but I  
10 remained firm and said I could not go. Then Matt 09:03:16  
11 called me and said that he went and talked to Jon  
12 Wilham, reports officer branch deputy, and Skip  
13 Vandover, the reports officer branch chief.

14 Matt said that their reply to my need to be  
15 with my family was, quote, so what, end quote, and 09:03:31  
16 that he agreed with them. He reiterated that I  
17 needed to go on both trips.

18 Shortly after that, I got a call from my  
19 direct government supervisor, Senior Reports Officer  
20 Luke Rutherford, who asked me -- 09:03:44

21 (Interruption by the reporter.)

22 THE WITNESS: I'm sorry -- who asked me if  
23 I was going on these two trips. I told him that  
24 didn't want to go due to my newborn son, et cetera.  
25 Luke agreed and said that taking care of my family 09:03:58

1 I, the undersigned, a Certified Shorthand  
2 Reporter of the State of California, do hereby  
3 certify:

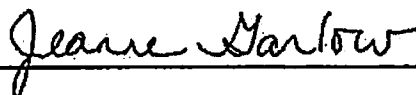
4 That the foregoing proceedings were taken  
5 before me at the time and place herein set forth;  
6 that any witnesses in the foregoing proceedings,  
7 prior to testifying, were duly sworn; that a record  
8 of the proceedings was made by me using machine  
9 shorthand which was thereafter transcribed under my  
10 direction; that the foregoing transcript is a true  
11 record of the testimony given.

12 Further, that if the foregoing pertains to  
13 the original transcript of a deposition in a Federal  
14 Case, before completion of the proceedings, review  
15 of the transcript [ ] was [ ] was not requested.

16 I further certify I am neither financially  
17 interested in the action nor a relative or employee  
18 of any attorney or party to this action.

19 IN WITNESS WHEREOF, I have this date  
20 subscribed my name.

21  
22 Dated: 05/01/2014

23  
24 

JEANNE M. GARLOW

25 CSR NO. 3456

## **EXHIBIT 4**

1                   IN THE UNITED STATES DISTRICT COURT  
2                   FOR THE SOUTHERN DISTRICT OF TEXAS  
3                   HOUSTON DIVISION  
4  
5 ANNE BUCKINGHAM,                   )  
6                                   Plaintiff,                   )  
7                                   vs.                                   ) C.A. No.  
8 BOOZ ALLEN HAMILTON, INC.,        ) 4:13-cv-0392  
9                                   Defendant.                   )

10                   \*                   \*                   \*                   \*                   \*

11

12

13

14

15

16

17

18                   The video deposition of MATTHEW TOM was  
19 taken on Wednesday, May 28, 2014, commencing at  
20 9:38 a.m., at the offices of Littler Mendelson,  
21 1650 Tysons Boulevard, Suite 700, McLean,  
22 Virginia, before Carol A. Lowe, RPR, Notary  
23 Registration No. 125338, Notary Public.

24

25                   \*                   \*                   \*                   \*                   \*

1 follows:

2 EXAMINATION

3 BY MR. GOLUB:

4 Q. Mr. Tom, why did you assume that Anne  
5 Buckingham would not be able to accommodate three  
6 to four weeks of travel at a time?

7 A. I made that assumption, because  
8 previously she could not travel when the client  
9 requested her to travel.

10 Q. Why didn't you make that assumption about  
11 Ben Hayhurst? He had refused to travel on your  
12 instructions, hadn't he?

13 A. He did.

14 Q. So why did you assume that Anne would not  
15 be able to travel but that Ben would?

16 MS. HEADLEY: Objection; form.

17 A. I actually made the same assumption with  
18 Ben.

19 BY MR. GOLUB:

20 Q. And how did you clear up your confusion  
21 about whether or not Ben would be able or willing  
22 to travel?

23 A. I sent him an e-mail to see if he would  
24 be open to that type of travel schedule.

25 Q. You didn't send Anne Buckingham such an

1 e-mail, did you?

2 A. I did not.

3 Q. Why not?

4 A. I initially was drafting an e-mail to  
5 both of them. And in the middle of the e-mail I  
6 remembered to go ahead and check my labor  
7 categories to find out financially if both of them  
8 could fit in the new contract.

9 And when I checked the labor categories  
10 at that time I found that Anne Buckingham was  
11 aligned to an analyst two labor category and Ben  
12 Hayhurst was aligned to the analyst one labor  
13 category.

14 Q. And do you have a copy of this draft  
15 e-mail that you started drafting?

16 A. I do not.

17 Q. What was the date that you drafted that  
18 e-mail?

19 A. I don't remember, but it was right around  
20 the same time that I sent the e-mail to Ben  
21 Hayhurst asking if he would be open to a -- a  
22 position with that type of travel schedule.

23 Q. And it's your testimony, Mr. Tom, that  
24 you did not attribute Ms. Buckingham's presumed  
25 inability or difficulties with traveling to her

1 family responsibilities?

2 MS. HEADLEY: Objection; form.

3 THE WITNESS: Can you repeat the  
4 question?

5 MR. GOLUB: Sure. Can you read that  
6 back, please.

7 (The record was read as requested.)

8 A. I made that assumption, yes.

9 BY MR. GOLUB:

10 Q. You made the assumption based upon her  
11 family responsibilities?

12 A. Yes.

13 Q. The fact that she had five children at  
14 home.

15 A. Yes.

16 Q. Okay. And you made that assumption  
17 because she was a mom; correct?

18 A. No. I made that assumption because, as  
19 we just discussed, she had turned down the travel  
20 previously and cited family obligations as the  
21 reason for not being able to do it.

22 I also base that assumption off of the  
23 fact that when I did talk to her on what she would  
24 want to do moving forward if the contract ended,  
25 she told me that she didn't want to go outside of



1 Houston.

2           Because I was looking for new positions  
3 and asked if she was willing to work outside of  
4 Houston. And she said she -- she wasn't.

5       Q.    Do you remember what you told  
6 Mr. Hayhurst when he inquired whether you had  
7 offered the position of traveling reports officer  
8 to him?

9       A.    I do not. I don't recall that.

10      Q.    So you would defer to his recollection  
11 about what you said?

12           MS. HEADLEY: Objection; form.

13      A.    I would -- I would not defer to him. I  
14 just don't recall even having a discussion with  
15 him.

16           BY MR. GOLUB:

17      Q.    I'll put it this way. You don't have any  
18 independent recollection of what you said during  
19 that conversation, do you?

20      A.    No.

21      Q.    All right. Do you recall telling him --  
22 well, strike that. Let me ask it this way.

23           Did he ask whether or not you had offered  
24 the position to Anne Buckingham?

25      A.    I don't recall.

1 Q. Okay. At some point in time Anne  
2 Buckingham communicated a complaint about the  
3 decision to keep Mr. Hayhurst and not to keep her;  
4 correct?

5 A. Not to me. She asked a question on why  
6 it wasn't offered to her; something like that.

7 Q. She posed a question to Noah Spivak?

8 A. It was to me with Noah on the e-mail, I  
9 believe.

10 Q. And then eventually or later on she made  
11 a complaint to David Rubin?

12 A. Yeah, I believe that's correct.

13 Q. And at that point in time HR did an  
14 investigation?

15 A. Correct.

16 Q. Were you truthful when you were  
17 interviewed by HR in the course of that  
18 investigation?

19 A. Yes.

20 Q. You told them everything that you knew?

21 A. Yes.

22 Q. Didn't leave anything out?

23 MS. HEADLEY: Objection; form.

24 A. Not that I can remember, no.

25 BY MR. GOLUB:

1 function on the new contract.

2 A. Correct.

3 Q. And the nature of the work both on old  
4 and new was going to be the same except the new  
5 contract was going to be based out of D.C.

6 A. Correct.

7 Q. And, by the way, just to go back, the  
8 position that Ben -- strike that.

9 The jobs that Ben Hayhurst and Anne  
10 Buckingham performed on the old contract were the  
11 same jobs, just in different locations.

12 A. I would say they're similar jobs, yes. I  
13 think Anne was more seen as a senior person to  
14 mentor Ben and some of the other reports officers  
15 out there.

16 Q. Right. But they were both reports  
17 officers.

18 A. Correct.

19 Q. And was that a Booz Allen Hamilton title  
20 or was that a Department of Homeland Security  
21 title?

22 A. That was a Department of Homeland  
23 Security title.

24 Q. I see. So as far as DHS was concerned  
25 they were both performing the same job just in

1 different geographic areas.

2 A. Yes, you could say that.

3 Q. But within Booz Allen Hamilton Anne  
4 Buckingham was seen as the more senior, more  
5 experienced of the two.

6 A. Correct.

7 Q. In terms of performing a reports officer  
8 job, would you agree that Anne Buckingham was  
9 better qualified than Ben Hayhurst to perform it?

10 A. More experienced, if that's what you're  
11 asking.

12 Q. I'm really asking about qualifications.  
13 Was she more qualified than Ben Hayhurst to  
14 perform the reports officer position in, let's  
15 say, the beginning of 2011?

16 A. Yeah, it's a subjective judgment. But,  
17 yes, I would say so.

18 Q. Would you -- would you say that she was  
19 clearly better qualified than Ben Hayhurst to  
20 perform the job?

21 A. I would say she's better qualified, yes.

22 Q. But -- but you wouldn't go so far as to  
23 say she was clearly better qualified?

24 A. Based off her experience and Ben's  
25 experience you could say that.

1 Q. That she was clearly better qualified.

2 A. (Inaudible.)

3 Q. Was that a yes?

4 A. Yes.

5 Q. Okay. I was asking you before we got off  
6 on this tangent about documents from before the  
7 decision was made regarding or -- or documenting  
8 the reason for the decision. And you pointed me  
9 to the staffing matrix and the contracts both old  
10 and new.

11 A. Yes.

12 Q. Those are documents you say you looked at  
13 at some point in February 2011?

14 A. I based the decision off of looking at my  
15 staffing roster, yes.

16 Q. Are there any documents that exist in  
17 which the decision or the decision-making process  
18 was documented, in other words, e-mails or memos  
19 or correspondence between you and anyone else  
20 saying here's what I'm considering, here are the  
21 factors that I'm looking at, here's what's going  
22 into my decision-making about who to fill the  
23 reports officer position on the new contract with?

24 A. No documents to my knowledge.

25 Q. Okay. Did you speak to anybody or confer

1 BY MR. GOLUB:

2 Q. And you were -- you were aware that Anne  
3 Buckingham had five children; correct?

4 A. I was.

5 Q. And you -- you were assuming that with  
6 her parental responsibilities she would find it  
7 difficult to be out of Houston for three to four  
8 weeks at a time.

9 MS. HEADLEY: Objection; form.

10 BY MR. GOLUB:

11 Q. Right?

12 A. I assumed that, yes.

13 Q. Did you ever tell anyone within Booz  
14 Allen that she was just happy doing the mom thing?

15 A. No.

16 Q. You don't recall saying that to anyone?

17 A. No.

18 Q. And if you said it to Ben Hayhurst during  
19 your conversation with him, you have no  
20 recollection of that?

21 A. Yes, I have no recollection.

22 Q. And yet Ben Hayhurst was the one who was  
23 completely unwilling to travel even for part of  
24 the all-hands meeting because of his parental  
25 duties; right?

1 A. Would I agree with that?

2 Q. Yeah. Is that inappropriate?

3 A. That is.

4 Q. Why?

5 A. You know, I think -- well, in what  
6 context, I guess?

7 Q. Well, if you decided that you were going  
8 to retain a male employee and not a male employee  
9 because she was just happy being a mom --

10 MS. HEADLEY: I think you want to start  
11 over again. You said a male and then a male.

12 MR. GOLUB: Yeah. Probably because it's  
13 lunchtime.

14 MS. HEADLEY: Low blood sugar.

15 MR. GOLUB: Even -- even back in Houston  
16 it's lunchtime. Let me start the question over.

17 BY MR. GOLUB:

18 Q. So, for example, if you were having to  
19 choose between two employees, a man and a woman,  
20 who to keep and who to retain and you thought, you  
21 know what, I think my female employee would  
22 probably just be happy staying at home and being a  
23 mom and so that's going to factor into my decision  
24 to keep the guy, that's the context.

25 So why would -- why would that be

1 inappropriate in that context?

2 MS. HEADLEY: Objection; form.

3 BY MR. GOLUB:

4 Q. If you think -- if you think it would be.

5 MS. HEADLEY: Objection; form.

6 A. Well, assuming that there's no other  
7 previous discussions with the female employee, I  
8 think it's inappropriate because you're making a  
9 decision based off of, you know, something that  
10 wasn't discussed with the employee here, you know,  
11 just assuming they don't want to have a job or  
12 stay at home or whatever the words you used, stay  
13 at home and be a mom.

14 BY MR. GOLUB:

15 Q. Right. It's -- it's kind of prejudiced  
16 to think that women just want to stay home with  
17 their children and so that's a good thing for  
18 them; right?

19 A. Right.

20 MS. HEADLEY: Objection; form.

21 BY MR. GOLUB:

22 Q. You would agree with me that to say  
23 something like that would be some indication of  
24 gender bias?

25 MS. HEADLEY: Objection; form.



1 A. Yes.

2 BY MR. GOLUB:

3 Q. To make a statement like that, you would  
4 consider that not to be particularly EEO friendly,  
5 wouldn't you?

6 MS. HEADLEY: Are we basing that on all  
7 of the prior assumptions built into that question?

8 MR. GOLUB: Yeah.

9 BY MR. GOLUB:

10 Q. If -- if you were -- if you made a  
11 statement that a female employee would probably  
12 just be happy staying at home being a mom, you  
13 would agree that that would not be an EEO friendly  
14 thing to say.

15 A. If it's tied to the decision on whether  
16 to give her a job or not, yes.

17 MR. GOLUB: Okay. Pass the witness.

18 MS. HEADLEY: Reserve questions for time  
19 of trial.

20 MR. GOLUB: Thank you, Mr. Tom.

21 THE WITNESS: Thank you.

22 MR. GOLUB: Appreciate your time.

23 MR. VOIGTSBERGER: The deposition is  
24 concluded. And we're off the record at 12:51.

25 (Reading and signature not waived.)

1 COMMONWEALTH OF VIRGINIA, to wit:

2 I, Carol A. Lowe, before whom the  
3 foregoing depositions were taken, do hereby  
4 certify that the within-named witnesses personally  
5 appeared before me at the time and place herein  
6 set out and after having been duly sworn by me,  
7 according to law, was examined by counsel.

8 I further certify that the examination  
9 was recorded stenographically by me and this  
10 transcript is a true record of the proceedings.

11 I further certify that I am not of  
12 counsel to any party, nor an employee of counsel,  
13 nor related to any party, nor in any way  
14 interested in the outcome of this action.

15 As witness my hand and notarial seal this  
16 16 day of June, 2014.

17

18

19



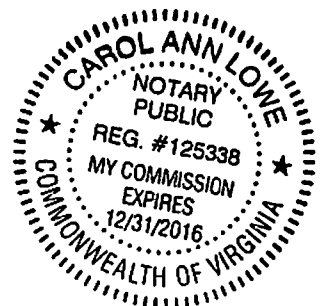
20

CAROL A. LOWE, RPR, Notary Public

21

Notary Registration No. 125338

22 MY COMMISSION EXPIRES: 12/31/2016



## **EXHIBIT 5**

Booz | Allen | Hamilton

Booz Allen Hamilton Inc.  
8283 Greensboro Drive  
McLean, VA 22102

Tel 1-703-902-5000  
Fax 1-703-902-3500

[www.boozallen.com](http://www.boozallen.com)

January 28, 2011

Ben Hayhurst  


Dear Ben:

We appreciate your contributions and service during the time you have spent with Booz Allen Hamilton. Confirming your discussion with Matthew Tom, your employment with the firm is being terminated due to a lack of billable work matching your skill set. We regret this action is necessary.

The Firm's termination policy entitles you to 3 weeks of notification based on your length of service. Your last day of employment with the Firm will be February 18, 2011. This date has been figured into your notification pay. In addition, you will be paid for any unused PTO (Paid Time off) and floating holidays.

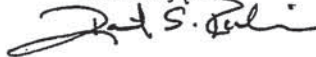
To aid in your transition to a new job opportunity, you will not be required to perform client or firm-related work after today. However, please ensure that you continue to enter time in to TOL on a daily basis. You should charge 8 (eight) hours per day to the charge number G0SCAC0000000000000000. Because you meet the eligibility requirements, you may register for Career Mobility for assistance in locating an appropriate position within the firm. Please enroll in Career Mobility as soon as possible by visiting [careermobility.bah.com](http://careermobility.bah.com) and following the directions provided. After you are accepted, you will receive an email providing guidance on how to utilize the program. It is very important that you actively review the job openings and apply online to positions of interest. We encourage you to be proactive in reaching out to recruiters and managers who have available positions for which you are qualified.

Please ensure you return all firm confidential and proprietary information, client information and files, working papers, employee reference manuals, computers, keys, facility access cards, credit cards and all other client and company property to your manager.

A benefits out processing packet will be mailed to your home address via Federal Express. The benefits packet contains information on extending your (COBRA) benefits, information on your ECAP, and other relevant materials. If you have any questions regarding out processing from the firm, please contact our help desk at (877) 927-8278 or email at [helpdesk@bah.com](mailto:helpdesk@bah.com).

Ben, we regret the need for this action and wish you the best of luck in your future career opportunities.

Sincerely,



BOOZ ALLEN HAMILTON INC.

David Rubin  
Senior Vice President

## **EXHIBIT 6**

Booz | Allen | Hamilton

Booz Allen Hamilton Inc.  
8283 Greensboro Drive  
McLean, VA 22102

Tel 1-703-902-5000  
Fax 1-703-902-3500

[www.boozallen.com](http://www.boozallen.com)

January 28, 2011

Anne Buckingham  
[REDACTED]

Dear Anne:

We appreciate your contributions and service during the time you have spent with Booz Allen Hamilton. Confirming your discussion with Matthew Tom, your employment with the firm is being terminated due to a lack of billable work matching your skill set. We regret this action is necessary.

The Firm's termination policy entitles you to 4 weeks of notification based on your length of service. Your last day of employment with the Firm will be February 25, 2011. This date has been figured into your notification pay. In addition, you will be paid for any unused PTO (Paid Time off).

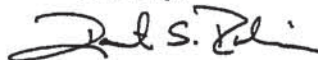
To aid in your transition to a new job opportunity, you will not be required to perform client or firm-related work after today. However, please ensure that you continue to enter time in to TOL on a daily basis. You should charge 8 (eight) hours per day to the charge number G0SHPC00000000000000. Because you meet the eligibility requirements, you may register for Career Mobility for assistance in locating an appropriate position within the firm. Please enroll in Career Mobility as soon as possible by visiting [careermobility.bah.com](http://careermobility.bah.com) and following the directions provided. After you are accepted, you will receive an email providing guidance on how to utilize the program. It is very important that you actively review the job openings and apply online to positions of interest. We encourage you to be proactive in reaching out to recruiters and managers who have available positions for which you are qualified.

Please ensure you return all firm confidential and proprietary information, client information and files, working papers, employee reference manuals, computers, keys, facility access cards, credit cards and all other client and company property to your local manager.

A benefits out processing packet will be mailed to your home address via Federal Express. The benefits packet contains information on extending your (COBRA) benefits, information on your ECAP, and other relevant materials. If you have any questions regarding out processing from the firm, please contact our help desk at (877) 927-8278 or email at [helpdesk@bah.com](mailto:helpdesk@bah.com).

Anne, we regret the need for this action and wish you the best of luck in your future career opportunities.

Sincerely,



BOOZ ALLEN HAMILTON INC.

David S. Rubin  
Senior Vice President

# **EXHIBIT 7**



**From:** Spivak, Noah [USA]  
**To:** Tom, Matthew [USA]  
**Subject:** RE: New Initiative in DHS Reports Officer program  
**Date:** Friday, February 25, 2011 3:49:24 PM

---

Yep,

It's that assumption that gets us in trouble.

HR is already scrambling.

Have a great trip!

Noah

PS: Don't forget new batteries for the camera.

---

**From:** Tom, Matthew [USA]  
**Sent:** Friday, February 25, 2011 3:30 PM  
**To:** Spivak, Noah [USA]  
**Subject:** RE: New Initiative in DHS Reports Officer program

Hi Noah,

Okay I'll wait for HR to respond to your request. In my mind it's pretty simple. The available LCATs on contract for the traveling RO effort do not fit Anne's cost structure. She would have to be aligned to a higher LCAT in order for us not to take a loss. That is the main reason I didn't consider her. Plus, she will probably not be able to accommodate 3-4 weeks of travel at a time, but that is an assumption.

**Matthew Tom**  
Booz | Allen | Hamilton

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Tel: 202 447.3579  
BB: 703-439-9724  
tom\_matthew@bah.com

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**From:** Spivak, Noah [USA]  
**Sent:** Friday, February 25, 2011 3:12 PM  
**To:** Tom, Matthew [USA]  
**Subject:** FW: New Initiative in DHS Reports Officer program  
**Importance:** High

Matt,

If you are still checking mail. Please do not respond to this until we have a chance to talk. I have asked HR to help with an appropriate response.

Noah

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**From:** Buckingham, Anne [USA]  
**Sent:** Friday, February 25, 2011 2:53 PM  
**To:** Tom, Matthew [USA]  
**Cc:** Rubin, David [USA]; Spivak, Noah [USA]



**Subject:** New Initiative in DHS Reports Officer program

Matt-

I understand from Ben that there is a new initiative underway in the Reports Officer branch and that Booz Allen has offered to put Ben on the contract. Both of us were surprised given that I have more experience in the RO branch and a longer tenure at Booz Allen. Is there a reason Booz Allen did not offer such a position to me? Thanks. --Anne Buckingham

BAH 0383  
[BUCKINGHAM]

# **EXHIBIT 8**

1                   IN THE UNITED STATES DISTRICT COURT  
2                   FOR THE SOUTHERN DISTRICT OF TEXAS  
3                   HOUSTON DIVISION  
4  
5 ANNE BUCKINGHAM,                   )  
6                                   Plaintiff,                   )  
7                   vs.                   ) C.A. No.  
8 BOOZ ALLEN HAMILTON, INC.,        ) 4:13-cv-0392  
9                                   Defendant.                )

10                   \*                   \*                   \*                   \*                   \*

11

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18                   The video deposition of NOAH SPIVAK was  
19 taken on Wednesday, May 28, 2014, commencing at  
20 1:55 p.m., at the offices of Littler Mendelson,  
21 1650 Tysons Boulevard, Suite 700, McLean,  
22 Virginia, before Carol A. Lowe, RPR, Notary  
23 Registration No. 125338, Notary Public.

24

25                   \*                   \*                   \*                   \*                   \*

1 businessman, not an HR or a lawyer.

2 Q. Well, certainly, Mr. Spivak, as an  
3 experienced and senior business executive with  
4 Booz Allen Hamilton and now General Dynamics you  
5 are aware that company managers should not be  
6 making personnel decisions based upon their  
7 assessment of whether a woman would just rather be  
8 home with her children; right?

9 A. That's not what happened in this case.

10 Q. You would agree...

11 MR. GOLUB: Objection; nonresponsive.

12 BY MR. GOLUB:

13 Q. You would agree with me, wouldn't you,  
14 Mr. Spivak, that it would be inappropriate to make  
15 a personnel decision based upon a manager's  
16 assumption that some woman would rather be home  
17 with her kids, just being a mom rather than  
18 gainfully employed in the workplace? That's  
19 inappropriate, isn't it?

20 A. It's not an appropriate question. It  
21 is -- it's not what happened in -- in this case.

22 MS. HEADLEY: It's a question he can ask  
23 and you can answer.

24 THE WITNESS: Okay.

25 BY MR. GOLUB:

1 Q. It's not an inappropriate question --  
2 it's not an appropriate question?

3 A. I would have concerns to hear that  
4 personnel decisions were made based on assumptions  
5 about whether someone wanted to stay home and be a  
6 mom.

7 Q. Why would you have such concerns?

8 A. It's a circumstance that was flagged in  
9 training that I've received from Booz Allen. I  
10 think I'll stop there.

11 Q. Any other reason other than training that  
12 you've received from Booz Allen?

13 A. I -- I'm sure there are, but nothing is  
14 coming to mind.

15 Q. And what was it that you gleaned from  
16 this Booz Allen Hamilton provided training that  
17 makes you think that a personnel action based on  
18 assuming someone just wants to stay home and be a  
19 mom would be inappropriate?

20 A. I think it could give the misperception  
21 of somehow treating people unfairly based on  
22 family status or something like that.

23 Q. Or gender? Is that one of them?

24 A. I know that's another -- I don't know  
25 what they're called -- protected --

1 Q. Protected class?

2 A. Okay.

3 Q. But in -- but in terms of this training,  
4 was that the context in which they said making  
5 such a -- or using that criteria for a personnel  
6 decision might be a form of discrimination?

7 MS. HEADLEY: Objection; form.

8 BY MR. GOLUB:

9 Q. Is that what they taught you?

10 MS. HEADLEY: Objection; form.

11 A. I don't know if those were the words that  
12 were used.

13 BY MR. GOLUB:

14 Q. What kind of training was this?

15 A. Recruiting. Possibly EEOC.

16 Q. So this was training about how to make  
17 sure you're in compliance with the laws that  
18 prohibit discrimination on the basis of things  
19 like gender.

20 A. I don't know if it was that as much as  
21 being aware what the rules were and knowing when  
22 to involve human resources and legal who are  
23 experts in -- in that.

24 Q. And -- and so the EEO training that you  
25 received from Booz Allen taught you that you

1 shouldn't be making personnel decisions based on  
2 assumptions that a woman with kids is just going  
3 to be happy staying home with her kids.

4 A. I -- I don't know that it addressed that  
5 specific scenario.

6 Q. But -- but you gleaned that from the  
7 training; that it would be inappropriate to make  
8 such an assumption about a woman with children.

9 A. To the best of my recollection, yes.

10 Q. Did anyone ever tell you that Ben  
11 Hayhurst had flat out refused to travel to the  
12 east coast for an all-hands meeting that the  
13 Department of Homeland Security wanted to have  
14 with all the reports officers?

15 MS. HEADLEY: Other than lawyers.

16 THE WITNESS: I'm sorry. I didn't hear  
17 you.

18 MS. HEADLEY: Don't talk about what  
19 lawyers told you or discussions with lawyers.

20 A. I probably knew. It was the same time  
21 that we were having issues with Anne traveling.

22 BY MR. GOLUB:

23 Q. The same time you were having issues with  
24 Anne traveling, what does that mean?

25 A. I believe that there was a week-long

1 COMMONWEALTH OF VIRGINIA, to wit:

2 I, Carol A. Lowe, before whom the  
3 foregoing depositions were taken, do hereby  
4 certify that the within-named witnesses personally  
5 appeared before me at the time and place herein  
6 set out and after having been duly sworn by me,  
7 according to law, was examined by counsel.

8 I further certify that the examination  
9 was recorded stenographically by me and this  
10 transcript is a true record of the proceedings.

11 I further certify that I am not of  
12 counsel to any party, nor an employee of counsel,  
13 nor related to any party, nor in any way  
14 interested in the outcome of this action.

15 As witness my hand and notarial seal this

16 16 day of June, 2014.

17

18

19



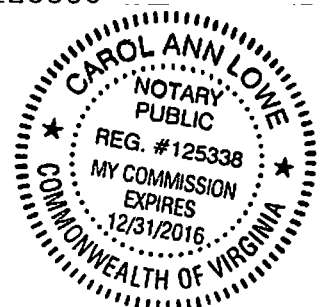
CAROL A. LOWE, RPR, Notary Public

20

Notary Registration No. 125338

21

22 MY COMMISSION EXPIRES: 12/31/2016





## **EXHIBIT 9**

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**From:** Wong, Jennifer - People Services [USA]  
**Sent:** Monday, August 22, 2011 4:56 PM  
**To:** Hayhurst, Benjamin [USA]  
**Cc:** Witten, Andrew [USA]  
**Subject:** RE: Matt Tom issue

Thanks Ben, we appreciate the information.

In regards to your follow up email on your job search, the Management team understands we have zero tolerance for retaliation and we will ensure the job search efforts your manager puts forth are consistent with what would be done for any staff person in a potential LOW situation. If you feel that is not happening please reach to Andrew or I and let us know.

Locating your next opportunity is a shared responsibility with a majority of that responsibility on your shoulders as I'm sure you know. If you have not already done so, it would behoove you to proactively seek out future positions by-

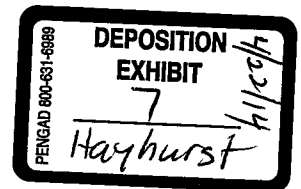
- Contacting your Resource Manager
- Working your internal network
- Reviewing job postings and reaching to Recruiters and Hiring Managers
- Getting involved in TFGs, workgroups or forums that might reveal future staffing needs
- Keeping the job search dialogue going with your Career Manager so they remain actively engaged

Thanks again,

*Jenni*

Booz | Allen | Hamilton  
Jennifer Wong O'Neil, SPHR  
Employment Practices Team  
Office: (703) 377-5688  
Email: [wong\\_jennifer@bah.com](mailto:wong_jennifer@bah.com)

**From:** Hayhurst, Benjamin [USA]  
**Sent:** Monday, August 22, 2011 3:35 PM  
**To:** Witten, Andrew [USA]; Wong, Jennifer - People Services [USA]  
**Subject:** re: Matt Tom issue



Andrew and Jenni,

I thought of something today and it might be relevant to your investigation. I'm not sure, so I am passing it along just in case.

I PCS'd to San Diego in OCT 2008. Matt Tom became my supervisor sometime around SEP 2009.

On 24 OCT 2009, my son was born. I took about 2 weeks of leave and returned to work in early November. The client (DHS) wanted all Reports Officers to travel to a 1 week "off site" in late November. DHS also wanted some of the newer Reports Officers (including me) to attend a 1 week "Reports Officer Basic Course" that they had just started. I told Matt that it would be too hard on my wife to care for a 15-month old (my daughter) and my new-born son and that I needed to stay home. Matt was annoyed with me, but I remained firm and said I could not go. Then Matt called me and said that he went and talked to Jon Wilham (Reports Branch Deputy) and Skip Vandover (Reports Branch Chief). Matt said

that their reply to my need to be with my family was "so what" and that he agreed with them. He reiterated that I needed to go on both trips. Shortly after that, I got a call from my direct government supervisor, Senior Reports Officer Luke Rutherford, who asked me if I was going on these 2 trips. I told him that I didn't want to go, due to my newborn son, etc. Luke agreed and said that taking care of my family was more important, but he did stress that the Basic Course training was important. I then told Matt that I would be willing to go to the Basic course, but still could not go to the "off site." Matt said that he could not make me go, and even the client could not force me to go, so my decision would stand. But he reiterated that he was not happy with it, the client was not happy, and said something about things like this could effect recompetes, future business, future opportunities for me, etc. He said that I or the firm could get a bad reputation.

I don't have any e-mails related to this as it happened almost 2 years ago.

Hope it helps,

Ben